

HALL, BOOTH, SMITH & SLOVER, P.C.
Michael J. Jacobs (Admitted *Pro Hac Vice*)
Georgia Bar No. 388288
191 Peachtree Street, Suite 2900
Atlanta, GA 30303
Telephone: (404) 954-5019
Facsimile: (404) 954-5020
E-mail: mjacobs@hbss.net

Attorney for Defendant Viscom Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
In re:	:	
	:	Chapter 11
DPH HOLDINGS CORP., et al.,	:	Case No. 05-44481-RDD
	:	Jointly Administered
Debtor.	:	
-----X	:	
DELPHI AUTOMOTIVE SYSTEMS, LLC,	:	
	:	
Plaintiff,	:	
	:	Adversary Proceeding No.
v.	:	07-02555-RDD
	:	
VISCOM INC.,	:	
	:	
Defendant.	:	
-----X	:	

DECLARATION OF CARSTEN SALEWSKI

Carsten Salewski hereby declares as follows:

1. I am the President and Chief Executive Officer of Viscom Inc., the Defendant in the above-referenced Adversary Proceeding.

2. I make this Declaration upon personal knowledge, and if called as a witness would testify to the facts stated herein.

3. Viscom Inc. is a corporation formed under the laws of the State of Georgia.

4. One hundred percent (100%) of the stock of Viscom Inc. is owned by Viscom A.G., which is a publicly held German corporation headquartered in Hannover, Germany.

5. Two German citizens own at least sixty percent (60%) of the stock of Viscom A.G.

6. These two German citizens also constitute the entire board of directors of Viscom Inc.

7. Viscom A.G. designs and manufactures visual inspection machinery for various industries.

8. Viscom Inc. is the North American sales and service subsidiary for Viscom A.G.'s visual inspection machinery. Viscom Inc. is not involved in the design and manufacture of Viscom A.G.'s machinery.

9. No development, assembly, or production of Viscom A.G.'s visual inspection machinery occurs in the United States. All such activities occur in Germany.

10. Viscom Inc. has only fourteen (14) employees, whereas Viscom A.G. has more than 200 employees.

11. The two (2) transfers at issue in the above-captioned Adversary Proceeding (the "Transfers") were payments for three (3) visual inspection machines and other equipment to be used by Debtor Delphi Automotive Systems, LLC ("Delphi Automotive," and collectively all of the Debtors in Jointly Administered Case No. 05-44481-RDD and any related or affiliated non-debtor entities are referenced hereinafter as "Delphi") for producing printed circuit board assemblies at Delphi Automotive's facility in Juarez, Mexico.

12. Although the Transfers were made by Delphi Automotive to Viscom Inc., the aforementioned machinery and equipment was assembled in Germany and shipped directly from Viscom A.G. to a Delphi Automotive facility in El Paso, Texas on or about February 25, 2005.

13. Viscom A.G. has been a global supplier of visual inspection machinery for Delphi. Viscom A.G. and its subsidiaries have had ongoing business relationships with Delphi in several countries outside of North America, including, by way of example and not of limitation, Germany, Portugal, Spain, Hungary, Poland, and the United Kingdom.

14. Viscom A.G. has manufactured additional visual inspection machinery for Delphi of the type that is involved in this Adversary Proceeding. This machinery has been installed for use by Delphi companies at Delphi facilities in Germany and Portugal.

15. I make this Declaration under penalty of perjury.



Carsten Salewski

Executed in Duluth, Georgia
on November 24, 2010.